

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

<hr/> In re: CIRCUIT CITY STORES, INC., <u>et al.</u> , ¹ Debtors.	: : : : : : : : :	Chapter 11 Case No. 08-35653-KRH (Jointly Administered)
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**SUPPLEMENTAL AGREED ORDER PURSUANT TO
SECTIONS 328 AND 1103 OF THE BANKRUPTCY CODE AND
BANKRUPTCY RULE 2014 AUTHORIZING THE RETENTION AND
EMPLOYMENT OF JEFFERIES & COMPANY, INC. AS FINANCIAL
ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The Court having entered its Order Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Bankruptcy rule 2014 Authorizing the Retention and Employment of Jefferies & Company, Inc. as Financial Advisors to the Official Committee of Unsecured Creditors (the “First Jefferies Retention Order”) on January 20, 2009 [Docket 1682], and being advised that the Official Committee of Unsecured Creditors desires to extend the authorization of employment of Jefferies

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their respective federal tax identifications numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City West Coast is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

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Counsel for the Official
Committee of Unsecured Creditors

Co-Counsel for the Official
Committee of Unsecured Creditors

& Company, Inc. (“Jefferies”) from February 6, 2009 as contemplated by the First Jefferies Retention Order until March 5, 2009, and the Court having been informed that the Debtors consent to the entry of this Order, and that other good cause appearing for the Committee’s continued employment of Jefferies pursuant to the terms of this Order, it is hereby

ORDERED that the Committee is authorized to continue to employ Jefferies pursuant to the terms of the First Jefferies Order, as modified by this Order, through and including March 5, 2009; and it is further

ORDERED that the Jefferies shall be entitled to a monthly fee of \$100,000 (the “Reduced Monthly Fee”) for services rendered to the Committee for the period February 6, 2009 through March 5, 2009, provided, however, that the Reduced Monthly Fee will not cover any expert testimony that Jefferies is asked by the Committee to provide, which expert testimony will be billed separately at a fee to be agreed to between the Committee and Jefferies; and it is further,

ORDERED that the Committee and Jefferies may agree to further extend the Committee’s employment of Jefferies beyond March 5, 2009 with the consent of the Debtors and the Office of the United States Trustee by submitting a consent order to the Court without further hearing; and it is further

ORDERED that except to the extent modified by this Order, the First Jefferies Order shall remain in full force and effect.

Dated: Richmond, Virginia
Feb 26 2009 _____, 2009

Entered on docket: 2/26/09

/s/ Kevin Huennekens

THE HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Lynn L. Tavenner

Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
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Counsel for Official Committee of Unsecured Creditors
Holding Unsecured Claims

SEEN AND AGREED:

/s/ Douglas M. Foley (per email dated 2/20/09)

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
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-and-

Douglas M. Foley (VA Bar No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for the Debtors and Debtors in Possession

SEEN AND NO OBJECTION:

/s/ Robert B. Van Arsdale (per email dated 2/20/09)
Robert B. Van Arsdale (VSB# 17483)
Assistant U.S. Trustee
Office of the U.S. Trustee
701 East Broad Street, Suite 4304
Richmond, VA 23219
(804) 771-2310
(804) 771-2330 (Facsimile)

CERTIFICATION

I hereby certify that the foregoing proposed Order has been either served on or endorsed by all necessary parties.

/s/ Lynn L. Tavenner
Lynn L. Tavenner, Esquire (Va. Bar No. 30083)
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Imaged Certificate of Service Page 5 of 5
CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: jafarbayj
Form ID: pdforder

Page 1 of 1
Total Served: 3

Date Rcvd: Feb 26, 2009

The following entities were served by first class mail on Feb 28, 2009.

aty +Gregg M. Galardi, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636
aty +Ian S. Fredericks, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636
+Richard M. Pachulski, Esq., 10100 Santa Monica Blvd., 11th Floor, Los Angeles, CA 90067-4003

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Feb 28, 2009

Signature:

